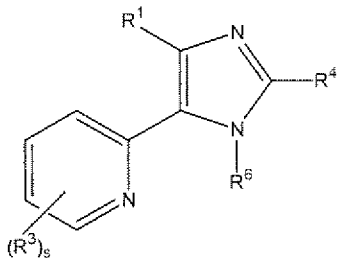
IN THE CLAIMS

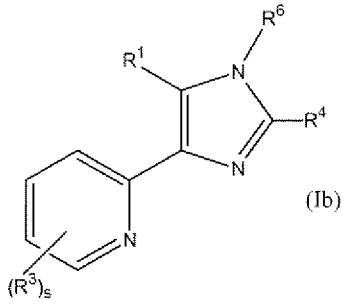
The claimed invention is:

1. (Currently amended) A compound of the formula (Ia) or (Ib):



(Ia)

, or



(Ib)

or a pharmaceutically acceptable salt, or tautomer, ~~prodrug, or hydrate~~ thereof, wherein:

R^1 is an optionally substituted saturated, unsaturated, or aromatic C_3-C_{20} mono-, bi- or polycyclic ring optionally containing at least one heteroatom selected from the group consisting of N, O and S;

each R^3 is independently selected from the group consisting of: hydrogen, halo, halo(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, perhalo(C_1-C_6)alkyl, (C_5-C_{10})heteroaryl, (C_5-C_{10})heterocyclic, (C_3-C_{10})cycloalkyl, hydroxy, (C_1-C_6)alkoxy, perhalo(C_1-C_6)alkoxy, phenoxy, (C_5-C_{10})heteroaryl-O-, (C_5-C_{10})heterocyclic-O-, (C_3-C_{10})cycloalkyl-O-, (C_1-C_6)alkyl-S-, (C_1-C_6)alkyl-SO_2-, (C_1-C_6)alkyl-NH-SO_2-, nitro, cyano, amino, Ph(CH_2)$_{1-6}$NH-, (C_1-C_6)alkylamino, [(C_1-C_6)alkyl]$_2$-amino, (C_1-C_6)alkyl-SO_2-NH-, amino(C=O)-, aminoSO_2-, (C_1-C_6)alkyl-(C=O)-NH-, (C_1-C_6)alkyl-(C=O)-[((C_1-C_6)alkyl)-N]-, phenyl-(C=O)-NH-, phenyl-(C=O)-[((C_1-C_6)alkyl)-N]-, (C_1-C_6)alkyl-(C=O)-, phenyl-(C=O)-, (C_5-C_{10})heteroaryl-(C=O)-, (C_5-C_{10})heterocyclic-(C=O)-,

$(C_3$-$C_{10})$cycloalkyl-(C=O)-, HO-(C=O)-, $(C_1$-$C_6)$alkyl-O-(C=O)-, $H_2N(C=O)$-$(C_1$-$C_6)$alkyl-NH-(C=O)-, $[(C_1$-$C_6)alkyl]_2$-N-(C=O)-, phenyl-NH-(C=O)-, phenyl-[$((C_1$-$C_6)$alkyl)-N]-(C=O)-, $(C_5$-$C_{10})$heteroaryl-NH-(C=O)-, $(C_5$-$C_{10})$heterocyclic-NH-(C=O)-, $(C_3$-$C_{10})$cycloalkyl-NH-(C=O)- and $(C_1$-$C_6)$alkyl-(C=O)-O-, where R^3 is optionally substituted by at least one substituent independently selected from $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, halo$(C_1$-$C_6)$alkyl, halo, H_2N-, $Ph(CH_2)_{1\text{-}6}NH$-, and $(C_1$-$C_6)$alkylNH-;

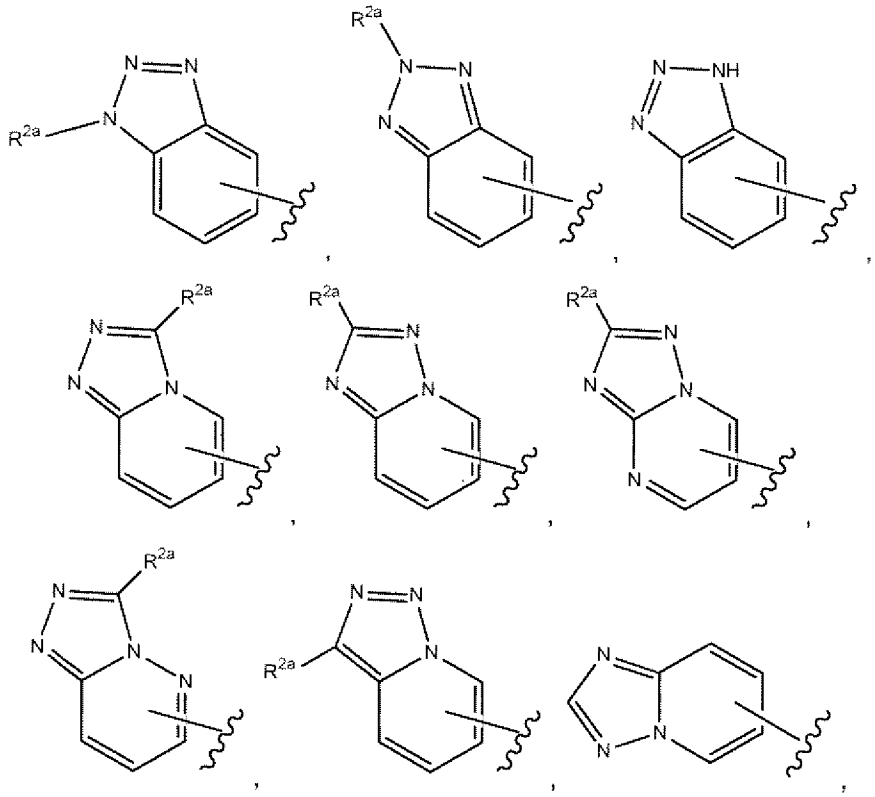
s is an integer from one to five; and

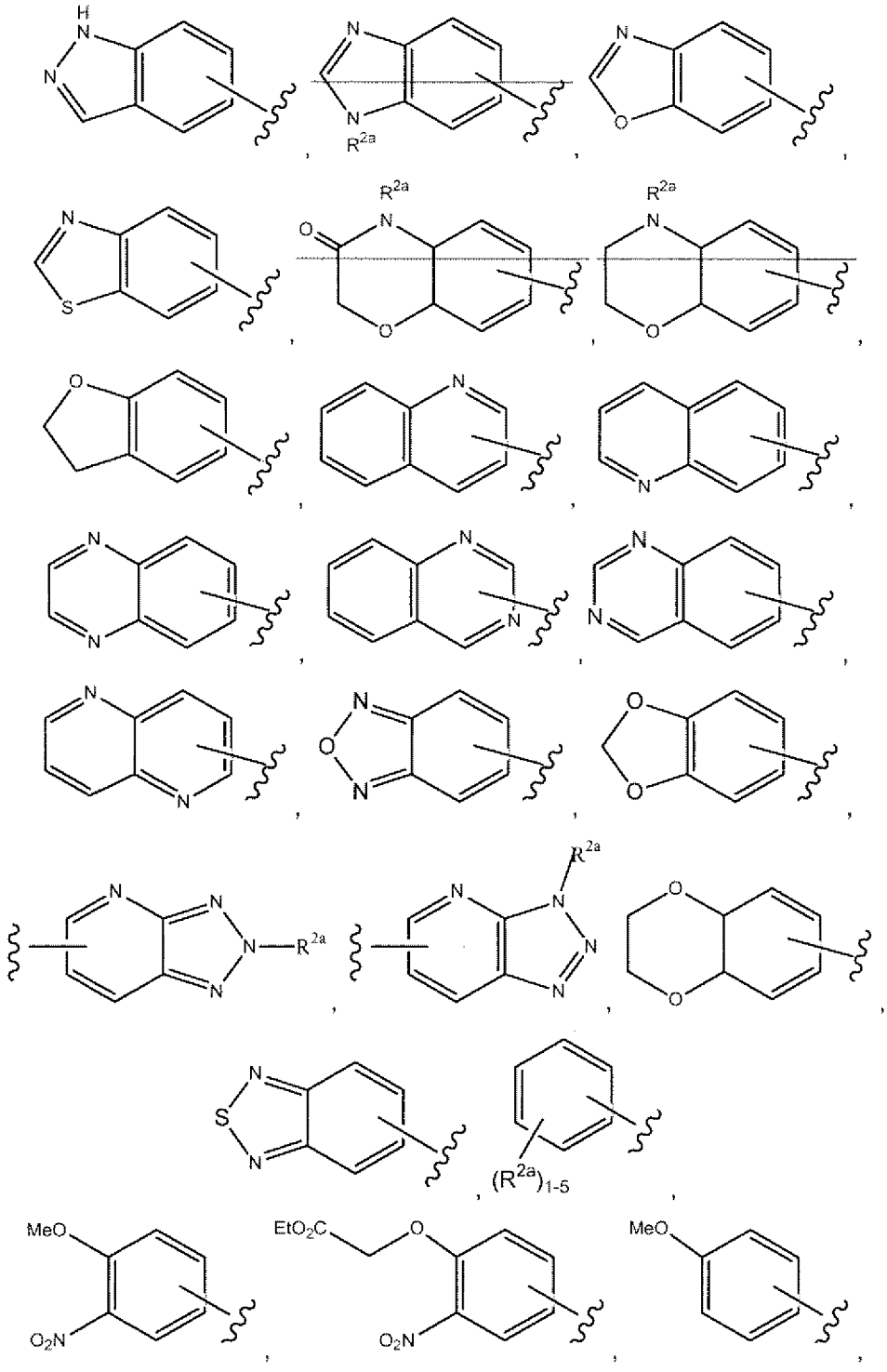
R^4 and R^6 taken together with the atoms to which they are attached form a pyrimidyl moiety.

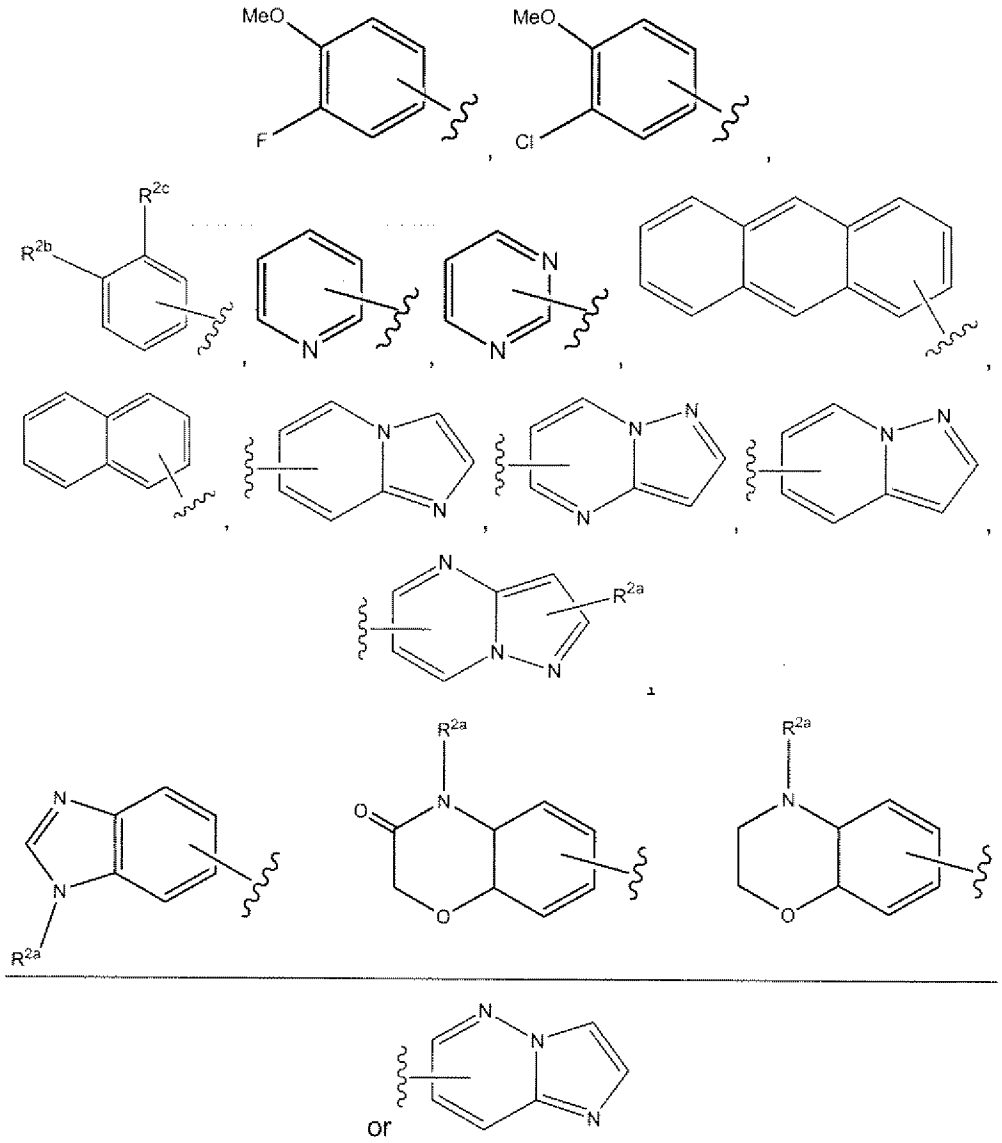
2. (Original) A compound of claim 1, wherein R^3 is a $(C_1$-$C_6)$alkyl or a $(C_3$-$C_{10})$cycloalkyl group.

3. (Original) A compound of claim 2, wherein R^3 is a methyl or a cyclopropyl group.

4. (Currently Amended) A compound of claim 1, wherein R^1 is







or

wherein R^{2a} is independently selected from the group consisting of: hydrogen, $(C_1\text{-}C_6)$alkyl, $(C_2\text{-}C_6)$alkenyl, $(C_2\text{-}C_6)$alkynyl, $(C_3\text{-}C_{10})$cycloalkyl, $(C_5\text{-}C_{10})$aryl, $(C_1\text{-}C_6)$alky$(C_5\text{-}C_{10})$aryl, amino, carbonyl, carboxyl, $(C_1\text{-}C_6)$acid, $(C_1\text{-}C_6)$ester, $(C_5\text{-}C_{10})$heteroaryl, $(C_5\text{-}C_{10})$heterocyclyl, $(C_1\text{-}C_6)$alkoxy, nitro, halo, hydroxyl, and $(C_1\text{-}C_6)$alkoxy$(C_1\text{-}C_6)$ester; and where alkyl, alkenyl, alkynyl, cycloalkyl, aryl, amino, ~~acid, ester,~~ heteroaryl, heterocyclyl, and alkoxy of R^{2a} is optionally substituted by at least one moiety independently selected from the group consisting of hydrogen, halo, $(C_1\text{-}C_6)$alkyl, $(C_2\text{-}C_6)$alkenyl, $(C_2\text{-}C_6)$alkynyl, perhalo$(C_1\text{-}C_6)$alkyl, phenyl, $(C_3\text{-}C_{10})$cycloalkyl, $(C_5\text{-}C_{10})$heteroaryl, $(C_5\text{-}C_{10})$heterocyclic, formyl, -CN, $(C_1\text{-}C_6)$alkyl-(C=O)-, phenyl-(C=O)-,

HO-(C=O)-, (C_1-C_6)alkyl-O-(C=O)-, (C_1-C_6)alkyl-NH-(C=O)-, ((C_1-C_6)alkyl)$_2$-N-(C=O)-, phenyl-NH-(C=O)-, phenyl-[(C_1-C_6)alkyl)-N]-(C=O)-, nitro, amino, (C_1-C_6)alkylamino, ((C_1-C_6)alkyl)$_2$-amino, (C_1-C_6)alkyl-(C=O)-NH-, (C_1-C_6)alkyl-(C=O)-[((C_1-C_6)alkyl)-N]-, phenyl-(C=O)-NH-, phenyl-(C=O)-[((C_1-C_6)alkyl)-N]-, H_2N-(C=O)-NH-, (C_1-C_6)alkyl-HN-(C=O)-NH-, ((C_1-C_6)alkyl)$_2$N-(C=O)-NH-, (C_1-C_6)alkyl-HN-(C=O)-[((C_1-C_6)alkyl)-N]-, ((C_1-C_6)alkyl)$_2$N-(C=O)-[(C_1-C_6)alkyl-N]-, phenyl-HN-(C=O)-NH-, (phenyl)$_2$N-(C=O)-NH-, phenyl-HN-(C=O)-[((C_1-C_6)alkyl)-N]-, (phenyl-)$_2$N-(C=O)-[((C_1-C_6)alkyl)-N]-, (C_1-C_6)alkyl-O-(C=O)-NH-, (C_1-C_6)alkyl-O-(C=O)-[((C_1-C_6)alkyl)-N]-, phenyl-O-(C=O)-NH-, phenyl-O-(C=O)-[((C_1-C_6)alkyl)-N]-, (C_1-C_6)alkyl-SO_2NH-, phenyl-SO_2NH-, (C_1-C_6)alkyl-SO_2-, phenyl-SO_2-, hydroxy, (C_1-C_6)alkoxy, perhalo(C_1-C_6)alkoxy, phenoxy, (C_1-C_6)alkyl-(C=O)-O-, (C_1-C_6)ester-(C_1-C_6)alkyl-O-, phenyl-(C=O)-O-, H_2N-(C=O)-O-, (C_1-C_6)alkyl-HN-(C=O)-O-, ((C_1-C_6)alkyl)$_2$N-(C=O)-O-, phenyl-HN-(C=O)-O-, and (phenyl)$_2$N-(C=O)-O-; and

R^{2b} and R^{2c} taken together with the atoms to which they are attached form an optionally substituted mono-, bi- or polycyclic, saturated, unsaturated, or aromatic ring system optionally containing at least one heteroatom selected from the group consisting of N, O and S.

5. (Cancelled)

6. (Cancelled).

7-12. (Cancelled)

13. (Previously presented) A compound selected from the group consisting of:

6-[2-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-quinoline;

2-Benzo[1,3]dioxol-5-yl-3-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidine;

6-[3-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-2-yl]-quinoline;

1-Methyl-6-[3-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-2-yl]-1H-benzotriazole;

6-[7-Methyl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-quinoline;

2-(6-Methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-ylamine;

1-Methyl-6-[2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-1H-benzotriazole;

2-Methyl-5-[2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-2H-benzotriazole;

3-(2-Methyl-2H-benzotriazol-5-yl)-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-7-ylamine;

2-(6-Methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-ol;

Dimethyl-[2-(6-methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-yl]-amine;

2-(6-Methyl-pyridin-2-yl)-3-pyridin-4-yl-imidazo[1,2-a]pyrimidine;

2-(6-Methyl-pyridin-2-yl)-3-pyridin-4-yl-imidazo[1,2-a]pyrimidin-7-ylamine; and

3-Benzothiazol-6-yl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-7-ylamine.

14. (Original) A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

15. (Cancelled).

16. (New Claim) A method of preventing or treating a TGF-related disease state in an animal or human comprising the step of administering a therapeutically effective amount of a compound of claims 1-4 and 13 to the animal or human suffering from the TGF-related disease state and wherein said TGF-related disease state is scleroderma and dermal scarring.